

RECORDATION NO. 6814 FF Filed & Recorded

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INTERSTATE COMMERCE COMMISSION

STATE OF ILLINOIS     )  
                              )  
COUNTY OF COOK        ) SS.

C E R T I F I C A T E

The undersigned, Helen Joy Krug, a Notary Public in and for said County, states that she compared the attached copy of the Bill of Sale dated the 29th day of August, 1975, from Union Tank Car Company to The First National Bank of Chicago with the original document, and certifies that it is a true and correct copy in all respects.

IN WITNESS WHEREOF, the undersigned has hereunto affixed her signature and notarial seal this 29th day of August, 1975.

Helen Joy Krug  
Notary Public

My Commission Expires July 10, 1976

BILL OF SALE

Union Tank Car Company

to

The First National Bank of Chicago, as Trustee  
under Equipment Trust Agreement dated as of  
September 15, 1972

KNOW ALL MEN BY THESE PRESENTS, that for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable considerations, the receipt whereof is hereby acknowledged, Union Tank Car Company, a Delaware corporation (herein the "Company"), has sold, assigned, transferred, set over and delivered, and by these presents does hereby sell, assign, transfer, set over and deliver, unto The First National Bank of Chicago, as Trustee under that certain Equipment Trust Agreement dated as of September 15, 1972 (the "Trust Agreement"), between the Company and said The First National Bank of Chicago, 970 railroad cars (herein the "cars"), each identified with the initials UTLX (unless otherwise indicated), and more fully described in Schedule A attached hereto and hereby incorporated herein and made a part hereof.

The Company hereby warrants title to the cars is free from all liens and encumbrances (including any leasehold interest therein) other than the rights of the Company under the Trust Agreement.

TO HAVE AND TO HOLD the cars unto The First National Bank of Chicago, Trustee, and its successors and assigns, forever.

IN WITNESS WHEREOF, Union Tank Car Company has caused this instrument to be duly executed by its proper corporate officers thereunto duly authorized and its corporate seal to be hereunto affixed and attested this 29th day of August, 1975.

UNION TANK CAR COMPANY

By H. B. Browder  
Vice President

(CORPORATE SEAL)

ATTEST:

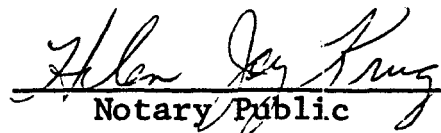
W. B. Moore  
Assistant Secretary

STATE OF ILLINOIS)

) SS.

COUNTY OF COOK )

On this 29th day of August, 1975, before me a Notary Public in and for said County, personally appeared W. B. Browder and W. B. Moore, to me personally known, who being by me duly sworn did say that they are a Vice President and an Assistant Secretary, respectively, of Union Tank Car Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and said W. B. Browder and W. B. Moore acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

My Commission Expires July 10, 1978

SCHEDULE A  
DESCRIPTION OF TRUST EQUIPMENT

QUANTITY	A.A.R. MECHANICAL DESIGNATION CODE	CAPACITY IN GALLONS	ROAD NUMBERS
100	COVERED HOPPER	3,800 CUFT	UNPX121400-UNPX121499
2	GONDOLA	4,000 CUFT	UNPX102186, UNPX102199
8	LO	3,300 CUFT	80156-80163
10	TM	15,500	77668, 77709, 77733, 77772 77873, 78043, 78071-78072 78075, 80164
3	TM	20,000	203, 259, 58119
2	TM	25,400	42984-42985
1	TMI	15,500	77776
1	TP	33,800	29170
127	TOTAL		

# SCHEDULE A

## DESCRIPTION OF TRUST EQUIPMENT

QUANTITY	A.A.R. MECHANICAL DESIGNATION CODE	CAPACITY IN GALLONS	ROAD NUMBERS
50	HT	2,700 CUFT	BCWX010950-BCWX010999
300	LO	4,750 CUFT	UTCX045500-UTCX045799
61	TA	13,500	12769-12799, 12895-12924
17	TM	13,000	70020-70036
1	TM	14,000	12494
32	TM	14,500	12086-12100, 12405-12416 12418-12419, 12422-12424
14	TM	20,000	41950, 41952-41953, 41957 41960-41969
49	TM	23,500	74649, 74696, 74718, 75003 75033, 75077, 75161 75301, 75303-75305 75307, 75313, 75315 75320-75322, 75326 75331, 75334-75335 75344, 75349-75350 75352, 75358, 75361 75365, 75370, 75372 75374-75375, 75379-75380 75384, 75386, 75389-75390 75393, 75397, 75402 75404-75405, 75408 75412, 75416, 75418-75419 75430
22	TM	30,000	40646-40667
10	TP	17,000	27996-27999, 28677, 28679 28711, 28718, 28734 28796
112	TP	25,700	96014-96015, 96023-96026 96029-96030, 96035 96037-96039, 96041 96043, 96048-96049 96054, 96056, 96058-96061 96064-96068, 96070-96071 96073, 96076-96078

# SCHEDULE A

## DESCRIPTION OF TRUST EQUIPMENT

QUANTITY	A.A.R. MECHANICAL DESIGNATION CODE	CAPACITY IN GALLONS	ROAD NUMBERS
			96080-96081, 96083-96091 96094-96095, 96097-96102 96104-96106, 96108-96109 96112-96120, 96122 96124-96129, 96131 96133-96148, 96150-96159 96161, 96164-96166 96168, 96171-96173 96175-96176, 96179-96180
175	BOX CAR	70 TON	MDW008000-MDW008099 MILW156000-MILW156074
843	TOTAL		
970	TOTAL		